

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

IN RE: PHARMACEUTICAL INDUSTRY
AVERAGE WHOLESALE PRICE
LITIGATION

THIS DOCUMENT RELATES TO
ALL ACTIONS

MDL NO. 1456

CIVIL ACTION: 01-CV-12257-PBS

Judge Patti B. Saris

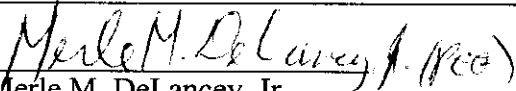
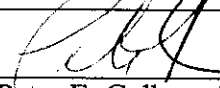
**DEFENDANTS' MOTION TO FILE UNDER SEAL EXHIBIT C TO ITS
MEMORANDUM IN SUPPORT OF THEIR
MOTION FOR A PROTECTIVE ORDER
TO MAINTAIN THE CONFIDENTIALITY OF PORTIONS OF THE
AMENDED MASTER CONSOLIDATED COMPLAINT, AND THE MONTANA
AND NEVADA II AMENDED COMPLAINTS (NOT OPPOSED)**

Pursuant to Paragraphs 15 and 29 of the Protective Order entered by this Court on December 13, 2002, Defendant Baxter Healthcare Corporation moves on behalf of all affected Defendants for the issuance of a protective order to file under seal Exhibit C to Defendants' Memorandum In Support Of Their Motion For A Protective Order To Maintain The Confidentiality Of Portions Of The Amended Master Consolidated Complaint, And The Montana and Nevada II Amended Complaints ("Protective Order Memorandum").

Exhibit C to the Protective Order Memorandum consists of affidavits and declarations from representatives of several Defendants that explain in detail why information in the Amended Master Consolidated Complaint ("AMCC") and Montana and Nevada II amended complaints should remain under seal. For reasons made clear in the affidavits and declarations,

disclosure of this information could cause substantial competitive injury to the relevant Defendants.¹ A [Proposed] Order is attached hereto.

Respectfully submitted,

 Merle M. DeLancey, Jr. DICKSTEIN SHAPIRO MORIN & OSHINSKY LLP 2101 L St. NW Washington, DC 20037 Telephone: (202) 785-9700 Facsimile: (202) 887-0689 Counsel for Defendants BAXTER HEALTHCARE CORPORATION	 Peter E. Gelhaar (BBO #188310) DONNELLY, CONROY & GELHAAR, LLP One Beacon Street 33rd Floor Boston, MA 02108 Telephone: (617) 720-2880 Facsimile: (617) 720-3554
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¹ Given that the Motion for Protective Order is being filed pursuant to this Court's order, and is supported by affidavits/declarations (Exhibit C to the Memorandum), we did not deem it necessary to include affidavits in support of this Motion to File Exhibit C under seal.